WHAT IS CLAIMED IS:

1. A compound of the formula

$$B^1\text{-}L^1\text{-}A^1\text{-}L^2\text{-}B^2$$

I

wherein:

A^1 is a member selected from the group consisting of alkylene, alkenylene, alkynylene, cycloalkylene, cycloalkenylene, arylene, heteroarylene, heterocycloalkylene, and heterocycloalkenylene, or, alternatively, A^1 represents a single or double bond linking L^1 and L^2;

L^1 and L^2 are each independently a member selected from the group consisting of O-, -S-, -N(R^1)-, -C(O)-, -C(O)N(R^1)-, -O-alkylene-, -S-alkylene-, -N(R^1)-alkylene, -C(O)-alkylene, -C(O)N(R^1)-alkylene, -C(O)-O-alkylene, alkylene, alkenylene, alkynylene, cycloalkylene, cycloalkenylene, arylene, heteroarylene, heterocycloalkylene, and heterocycloalkenylene;

B^1 and B^2 are each independently a member selected from the group consisting of alkyl, cycloalkyl, cycloalkenyl, aryl, heteroaryl, heterocycloalkyl, and heterocycloalkenyl;

alternatively, L^1 can be additionally linked to B^1 *via* a group X^1 to form a 5-9 member ring; and L^2 can be additionally linked to B^2 *via* a group X^2 to form a 5-9 member ring;

X^1 and X^2 are each independently a member selected from the group consisting of -O-, -S-, -N(R^2)-, -C(O)-, -C(O)N(R^2)-, -O-alkylene, -S-alkylene, -N(R^2)-alkylene, -C(O)-alkylene, -C(O)N(R^2)-alkylene, and -C(O)-O-alkylene; and

R^1 and R^2 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl, and (heteroaryl)heteroalkyl.

2. The compound of claim **1**, wherein

A^1 is a member selected from the group consisting of (C_1-C_8)alkylene, arylene, heteroarylene and a single bond;

L^1 and L^2 are each independently a member selected from the group consisting of -C(O)- and -C(O)N(R^1)-;

R^1 is a member selected from the group consisting of (C_5-C_8)cycloalkyl, aryl, heteroaryl, aryl(C_1-C_4)alkyl, and (heteroaryl)(C_1-C_4)alkyl; and

B^1 and B^2 are each independently a member selected from the group consisting of aryl, heteroaryl, aryl(C_1-C_4)alkyl, (heteroaryl)(C_1-C_4)alkyl, (C_1-C_8)alkyl, and (C_5-C_8)cycloalkyl.

3. The compound of claim **1**, wherein

A^1 is a member selected from the group consisting of (C_1-C_8)alkylene, phenylene, divalent pyridine and a single bond;

L^1 and L^2 are each independently a member selected from the group consisting of -C(O)- and -C(O)N(R^1)-;

R^1 is optionally substituted (C_5-C_8)cycloalkyl, optionally substituted phenyl, optionally substituted benzyl, and (C_1-C_8)alkyl; and

B^1 and B^2 are each independently a member selected from the group consisting of optionally substituted (C_5-C_8)cycloalkyl, optionally substituted phenyl, and optionally substituted benzyl.

4. The compound of claim **1**, wherein

A^1 is a member selected from the group consisting of alkylene, arylene, heteroarylene and a single bond;

L^1 and L^2 are each -C(O)N(R^1)-;

R^1 is a member selected from the group consisting of aryl, heteroaryl, arylalkyl, and (heteroaryl)alkyl; and

B^1 and B^2 are each independently a member selected from the group consisting of aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, alkyl, and cycloalkyl.

5. The compound of claim **1**, wherein

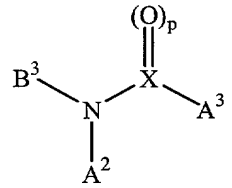
A^1 is a heteroarylene group containing two fused rings;

L^1 and L^2 are each independently a member selected from the group consisting of –O-, -NH-, and -N(R^1)-;

R^1 is a member selected from the group consisting of alkyl and heteroalkyl; and

B^1 and B^2 are each independently a member selected from the group consisting of aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, alkyl, and cycloalkyl.

6. A compound of the formula



II

wherein:

A^2 and A^3 are each independently a member selected from the group consisting of alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

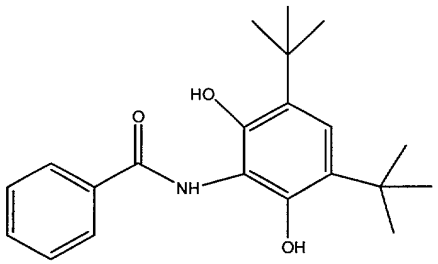
B^3 is a member selected from the group consisting of hydrogen, -alkylene-$C(O)R^3$, $-C(O)R^3$, alkyklene-$C(O)N(R^3R^4)$, $-C(O)N(R^3R^4)$, alkylene-$S(O)_nN(R^3R^4)$, $-S(O)_nN(R^3R^4)$, alkylene-$N(R^3R^4)$, alkylene-OR^3, and $-C(O)OR^3$;

R^3 and R^4 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

X is a member selected from the group consisting of C, S, and N; and

the subscripts n and p are each independently an integer from 0-2,

provided that the following compound is excluded:



.

7. The compound of claim **6**, wherein

A^2 and A^3 are each independently a member selected from the group consisting of aryl and heteroaryl;

B^3 is a member selected from the group consisting of alkylene-$C(O)N(R^3R^4)$, and alkylene-$S(O)_nN(R^3R^4)$;

wherein R^3 is arylalkyl or (heteroaryl)alkyl;

R^4 is hydrogen;

X is S; and

n is 2.

8. The compound of claim **6**, wherein

A^2 is an aryl group substituted *ortho* to the nitrogen with a member selected from the group consisting of –OH, -NH_2,-NHC(O)-alkyl, -$NHSO_2$-alkyl;

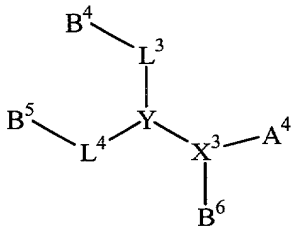
A^3 is a member selected from the group consisting of aryl and heteroaryl;

B^3 is hydrogen;

X is C; and

p is 1.

9. A compound of the formula:



III

wherein:

A^4 is a member selected from the group consisting of hydrogen, -C(O)R^5, -C(O)N(R^5R^6), -$S(O)_n$N(R^5R^6), -alkylene-N(R^5R^6), -alkylene-OR^5 and -C(O)OR^5;

L^3 and L^4 are each independently a member selected from the group consisting of a single bond, -C(O)-, -$S(O)_p$-, and alkylene, wherein the subscript p is an integer from 0-2;

B^4, B^5 and B^6 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, fused-benzoheterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl, and (heteroaryl)heteroalkyl;

alternatively, B^4 and B^5 join to form a divalent arylene, heteroarylene, alkylene, or cycloalkylene linkage between L^3 and L^4, and B^6 is a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, heterocycloalkyl, arylalkyl, or (heteroaryl)alkyl.

X^3 and Y are each independently a trivalent nitrogen atom or a trivalent or tetravalent carbon atom; and

R^5 and R^6 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl, and (heteroaryl)heteroalkyl.

10. The compound of claim **9**, wherein

A^4 is a member selected from the group consisting of hydrogen, -$C(O)N(R^5R^6)$ and -$S(O)_2N(R^5R^6)$;

R^5 and R^6 are each independently a member selected from the group consisting of alkyl, cycloalkyl, and heterocycloalkyl;

L^3 and L^4 are each independently a member selected from the group consisting of -C(O)-, -$S(O)_2$-, and lower alkylene;

B^4 and B^5 join to from an arylene or heteroarylene linkage between L^3 and L^4;

X is tetravalent carbon in the *R* configuration;

Y is trivalent nitrogen; and

B^6 is a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, heterocycloalkyl, arylalkyl, or (heteroaryl)alkyl.

11. The compound of claim **9**, wherein

A^4 is a member selected from the group consisting of hydrogen, -$C(O)N(R^5R^6)$ and -$S(O)_2N(R^5R^6)$;

R^5 and R^6 are each independently a member selected from the group consisting of alkyl, cycloalkyl, and heterocycloalkyl;

L^3 and L^4 are each independently a member selected from the group consisting of -C(O)-, -$S(O)^2$-, and lower alkylene;

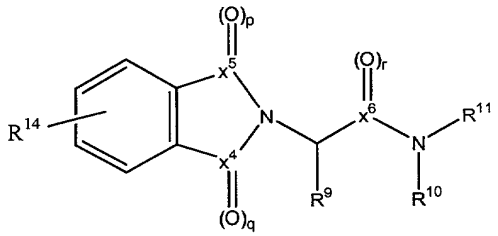
B^4 and B^5 are each independently a member selected from the group consisting of hydrogen, alkyl, arylalkyl, aryl, and heteroaryl;

X is tetravalent carbon in the *R* configuration;

Y is trivalent nitrogen; and

B^6 is a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, heterocycloalkyl, arylalkyl, and (heteroaryl)alkyl.

12. The compound of claim **9**, said compound having the formula



IIIa

wherein:

X^4, X^5 and X^6 are each independently C or S;

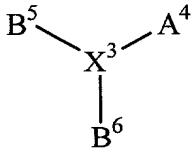
R^{10} and R^{11} are each independently alkyl, cycloalkyl, or heterocycloalkyl;

R^9 is an optionally substituted aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, heterocycloalkyl;

R^{14} is selected from hydrogen, halogen, alkyl, alkoxy, alkylamino, alkylthio, acyl, cycloalkyl and aryl; and

the subscripts p, q, and r are each independently integers from 0-2.

13. A compound of the formula:



IIIb

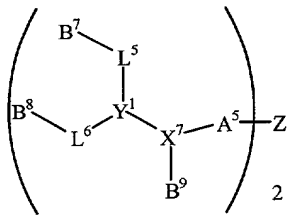
wherein:

A^4 is a member selected from the group consisting of hydrogen, $-C(O)R^5$, $-C(O)N(R^5R^6)$, $-S(O)_nN(R^5R^6)$, -alkylene-$N(R^5R^6)$, -alkylene-OR^5 and $-C(O)OR^5$;

B^5 and B^6 are members independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, fused-benzoheterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl and (heteroaryl)heteroalkyl; and

X^3 is a trivalent nitrogen atom or a trivalent or tetravalent carbon atom.

14. A compound of the formula:



IV

wherein:

A^5 is a member selected from the group consisting of -C(O)-, -alkylene-, -$S(O)_n$-, -C(O)N(R^{12})-, -$S(O)_2$N(R^{12})-, -alkylene-N(R^{12})-, -alkylene-O-, and -C(O)O-;

L^5 and L^6 are each independently a member selected from the group consisting of -C(O)-, -$S(O)_n$-; and alkylene, wherein the subscript n is an integer from 0-2;

B^7, B^8, and B^9 are each independently a member selected from the group consisting of alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, benzoheterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl, and (heteroaryl)heteroalkyl;

alternatively, B^7 and B^8 join to form a divalent arylene, heteroarylene, alkylene, or cycloalkylene linkage between L^5 and L^6;

Z is a member selected from the group consisting of alkylene, heteroalkylene, cycloalkylene, and heterocycloalkylene;

X^7 and Y^1 are each independently a trivalent nitrogen atom or a trivalent or tetravalent carbon atom; and

R^{12} is a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, aryl(heteroalkyl), (heteroaryl)alkyl, and (heteroaryl)heteroalkyl.

15. The compound of claim **14**, wherein

A^5 is a member selected from the group consisting of –C(O)-, -C(O)N(R^{12})- and -$S(O)_2$N(R^{12})-;

R^{12} is a member selected from the group consisting of alkyl, cycloalkyl, and heterocycloalkyl;

B^7 and B^8 are joined in an arylene or heteroarylene linkage between L^5 and L^6;

B^9 is a member selected from the group consisting of alkyl, heteroalkyl, heterocycloalkyl, arylalkyl, and (heteroaryl)alkyl;

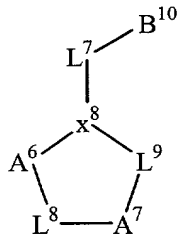
Z is alkylene, heteroalkylene, or heterocycloalkylene;

L^5 and L^6 are each independently a member selected from the group consisting of -C(O)-, $-S(O)_2-$, or lower alkylene;

X^7 is tetravalent carbon; and

Y^1 is trivalent nitrogen.

16. A compound of the formula:



V

wherein:

A^6 and A^7 are each independently a member selected from the group consisting of arylene, heteroarylene, cycloalkylene, and heterocycloalkylene;

B^{10} is a member selected from the group consisting of aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, alkyl, cycloalkyl, cycloalkenyl, heteroalkyl, heterocycloalkyl, and heterocycloalkenyl;

L^7, L^8, and L^9 are each independently a member selected from the group consisting of -O-, -S-, $-N(R^{13})$, -C(O)-, -S(O)-, $-S(O)_2-$, alkylene, -O-alkylene, -S-alkylene, $-N(R^{13})$-alkylene, -C(O)-alkylene, $-C(O)N(R^{13})$-alkylene, -C(O)-O-alkylene, a single bond, and a double bond;

X^8 is a member selected from the group consisting of N, and CR^{13}; and

R^{13} is a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, and (heteroaryl)alkyl.

17. The compound of claim **16**, wherein

A^6 and A^7 are each independently a member selected from the group consisting of aryl, heteroaryl, cycloalkyl, and heterocycloalkyl;

B^{10} is a member selected from the group consisting of aryl, heteroaryl, arylalkyl, and (heteroaryl)alkyl;

L^7 and L^8 are each independently a member selected from the group consisting of -C(O)-, -S(O)-, and $-S(O)_2-$;

L^9 is a member selected from the group consisting of -C(O)-, alkylene, and a single bond; and

X^5 is N.

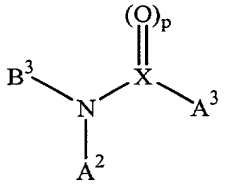
18. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of claim **1**; and

b) a pharmaceutically acceptable carrier or excipient.

19. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of the formula



II

wherein:

A^2 and A^3 are each independently a member selected from the group consisting of alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

B^3 is a member selected from the group consisting of hydrogen, -alkylene-$C(O)R^3$, $-C(O)R^3$, alkyklene-$C(O)N(R^3R^4)$, $-C(O)N(R^3R^4)$, alkylene-$S(O)_nN(R^3R^4)$, -$S(O)_nN(R^3R^4)$, alkylene-$N(R^3R^4)$, alkylene-OR^3, and $-C(O)OR^3$;

R^3 and R^4 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

X is a member selected from the group consisting of C, S, and N; and

the subscripts n and p are each independently an integer from 0-2; and

b) a pharmaceutically acceptable carrier or excipient.

20. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of claim **9**; and

b) a pharmaceutically acceptable carrier or excipient.

21. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of claim **13**; and

b) a pharmaceutically acceptable carrier or excipient.

22. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of claim **14**; and

b) a pharmaceutically acceptable carrier or excipient.

23. A pharmaceutical composition, said pharmaceutical composition comprising:

a) a compound of claim **16**; and

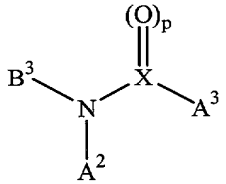
b) a pharmaceutically acceptable carrier or excipient.

24. A method for treating a FXR-mediated disease in a mammal, said method comprising:

administering a compound of claim **1**, thereby treating a FXR-mediated disease in a mammal.

25. A method for treating a FXR-mediated disease in a mammal, said method comprising:

administering a compound of the formula



II

wherein:

A^2 and A^3 are each independently a member selected from the group consisting of alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

B^3 is a member selected from the group consisting of hydrogen, -alkylene-$C(O)R^3$, $-C(O)R^3$, alkyklene-$C(O)N(R^3R^4)$, $-C(O)N(R^3R^4)$, alkylene-$S(O)_nN(R^3R^4)$, -$S(O)_nN(R^3R^4)$, alkylene-$N(R^3R^4)$, alkylene-OR^3, and $-C(O)OR^3$;

R^3 and R^4 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

X is a member selected from the group consisting of C, S, and N; and

the subscripts n and p are each independently an integer from 0-2;

thereby treating a FXR-mediated disease in a mammal.

26. A method for treating a FXR-mediated disease in a mammal, said method comprising:

administering a compound of claim **9**, thereby treating a FXR-mediated disease in a mammal.

27. A method for treating a FXR-mediated disease in a mammal, said method comprising:

administering a compound of claim **13**, thereby treating a FXR-mediated disease in a mammal.

28. A method for treating a FXR-mediated disease in a mammal, said method comprising:

administering a compound of claim **14**, thereby treating a FXR-mediated disease in a mammal.

29. A method for treating a FXR-mediated disease in a mammal, said method comprising:

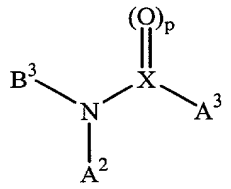
administering a compound of claim **16**, thereby treating a FXR-mediated disease in a mammal.

30. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of claim **1**, thereby modulating *cyp*7a expression levels in a mammal.

31. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of the formula



II

wherein:

A^2 and A^3 are each independently a member selected from the group consisting of alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

B^3 is a member selected from the group consisting of hydrogen, -alkylene-$C(O)R^3$, $-C(O)R^3$, alkyklene-$C(O)N(R^3R^4)$, $-C(O)N(R^3R^4)$, alkylene-$S(O)_nN(R^3R^4)$, -$S(O)_nN(R^3R^4)$, alkylene-$N(R^3R^4)$, alkylene-OR^3, and $-C(O)OR^3$;

R^3 and R^4 are each independently a member selected from the group consisting of hydrogen, alkyl, heteroalkyl, cycloalkyl, heterocycloalkyl, cycloalkenyl, heterocycloalkenyl, aryl, heteroaryl, arylalkyl, (heteroaryl)alkyl, aryl(heteroalkyl), and (heteroaryl)heteroalkyl;

X is a member selected from the group consisting of C, S, and N; and

the subscripts n and p are each independently an integer from 0-2;

thereby modulating *cyp*7a expression levels in a mammal.

32. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of claim **9**, thereby modulating *cyp*7a expression levels in a mammal.

33. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of claim **13**, thereby modulating *cyp*7a expression levels in a mammal.

34. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of claim **14**, thereby modulating *cyp*7a expression levels in a mammal.

35. A method for modulating *cyp*7a expression levels in a mammal, said method comprising:

administering a compound of claim **16**, thereby modulating *cyp*7a expression levels in a mammal.